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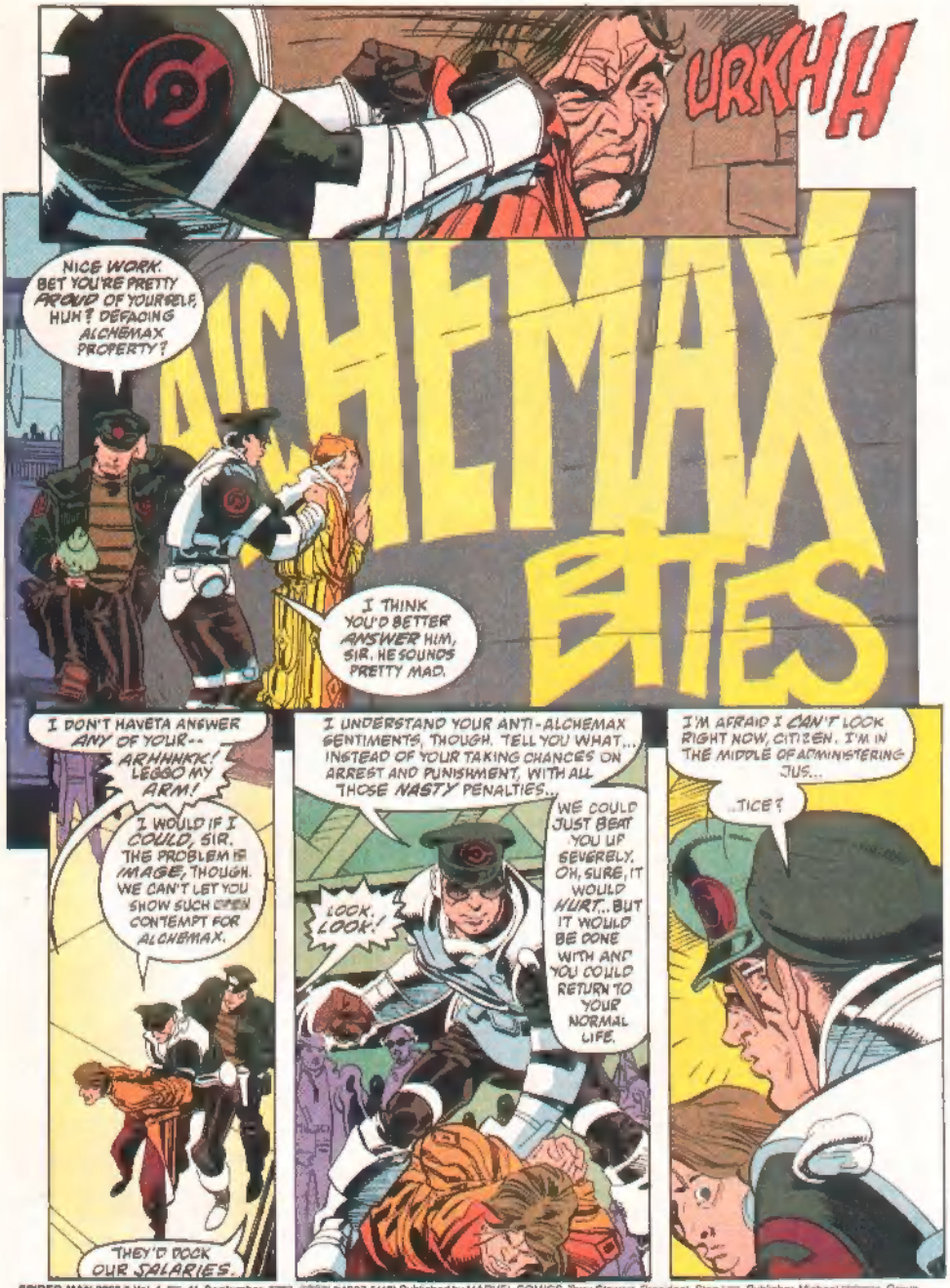
URKHH
ALCHEMAX BITES
NICE WORK. BET YOU'RE PRETTY PROUD OF YOURSELF, HUH? DEFACING ALCHEMAX PROPERTY?
I THINK YOU'D BETTER ANSWER HIM, SIR. HE SOUNDS PRETTY MAD.
I DON'T HAVETA ANSWER ANY OF YOUR--
ARHHHKK! LEGGO MY ARM!
I WOULD IF I COULD, SIR. THE PROBLEM IS IMAGE, THOUGH. WE CAN'T LET YOU SHOW SUCH OPEN CONTEMPT FOR ALCHEMAX.
THEY'D DOCK OUR SALARIES.
I UNDERSTAND YOUR ANTI-ALCHEMAX SENTIMENTS, THOUGH. TELL YOU WHAT... INSTEAD OF YOUR TAKING CHANCES ON ARREST AND PUNISHMENT, WITH ALL THOSE NASTY PENALTIES...
LOOK, LOOK!
WE COULD JUST BEAT YOU UP SEVERELY. OH, SURE, IT WOULD HURT...BUT IT WOULD BE DONE WITH AND YOU COULD RETURN TO YOUR NORMAL LIFE.
I'M AFRAID I CAN'T LOOK RIGHT NOW, CITIZEN. I'M IN THE MIDDLE OF ADMINISTERING JUS...
...TICE?

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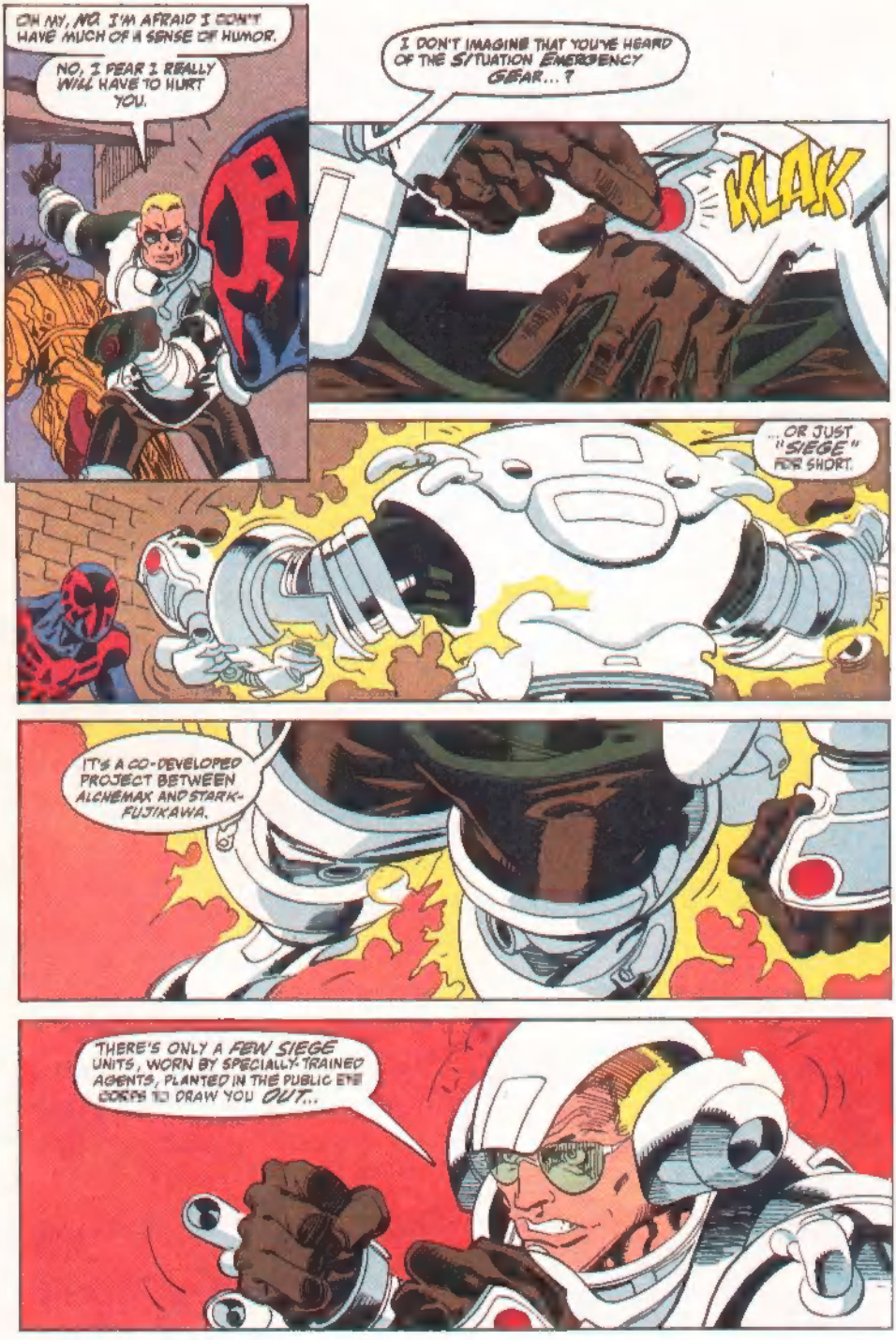
OH, MY. HOW UNFORTUNATE.
I'M AFRAID THIS WAS A BAD CHOICE OF INTERVENTION ON YOUR PART, SPIDER-MAN. BECAUSE NOW I FEAR I MUST HURT YOU THOROUGHLY.
YOU ARE JOKING.
PUNISHER BITES BIG TIME!


OH MY, NO. I'M AFRAID I DON'T HAVE MUCH OF A SENSE OF HUMOR.
NO, I FEAR I REALLY WILL HAVE TO HURT YOU.
I DON'T IMAGINE THAT YOU'VE HEARD OF THE SITUATION EMERGENCY GEAR...?
KLAK
...OR JUST "SIEGE" FOR SHORT.
IT'S A CO-DEVELOPED PROJECT BETWEEN ALCHEMAX AND STARK-FUJIKAWA.
THERE'S ONLY A FEW SIEGE UNITS, WORN BY SPECIALLY-TRAINED AGENTS, PLANTED IN THE PUBLIC EYE CORPS TO DRAW YOU OUT...

AND I'M ONE OF THEM. I FEEL RATHER SNEAKY ABOUT IT, REALLY.
I DEEPLY APOLOGIZE FOR THIS, SPIDER-MAN!
I'LL DO EVERYTHING I CAN TO HARM YOU AS LITTLE AS POSSIBLE.
Stan Lee PRESENTS:
UNDER SIEGE
PETER DAVID
WRITER
RICK LEONARDI
PENCILER
AL WILLIAMSON
INKER
RICK PARKER
LETTERING
KEVIN TINSLEY
COLORING
JOEY CAVALIERI
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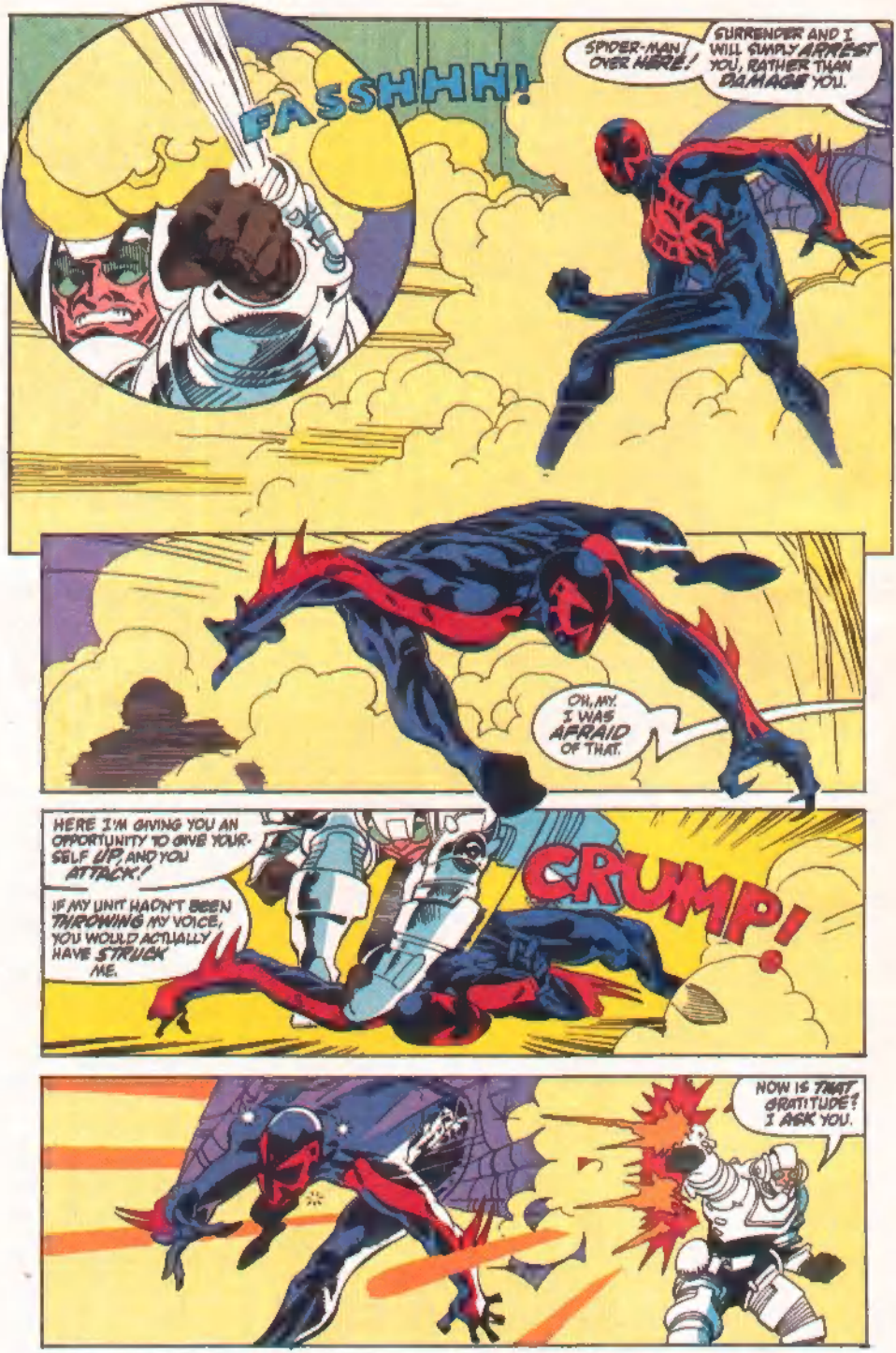
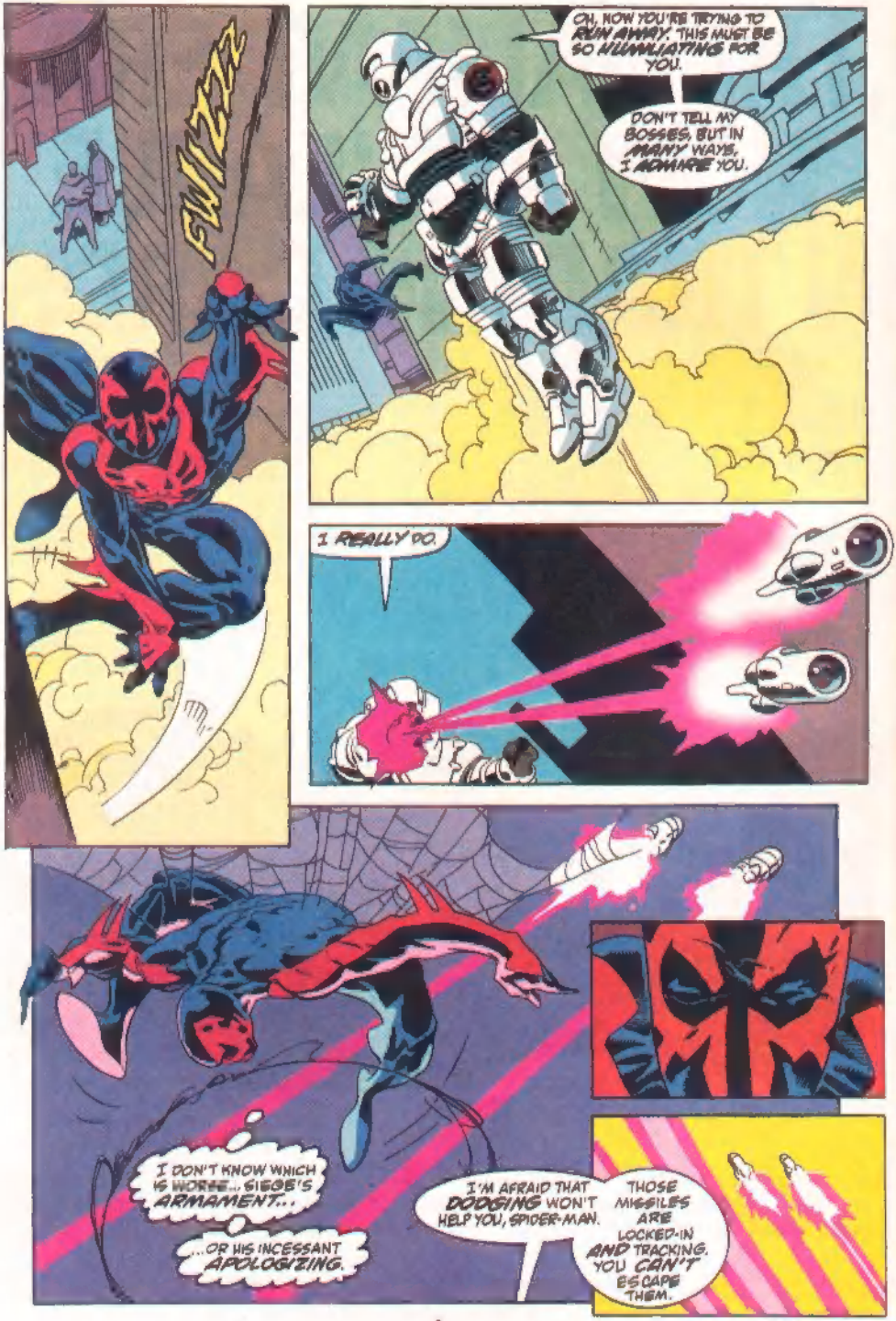
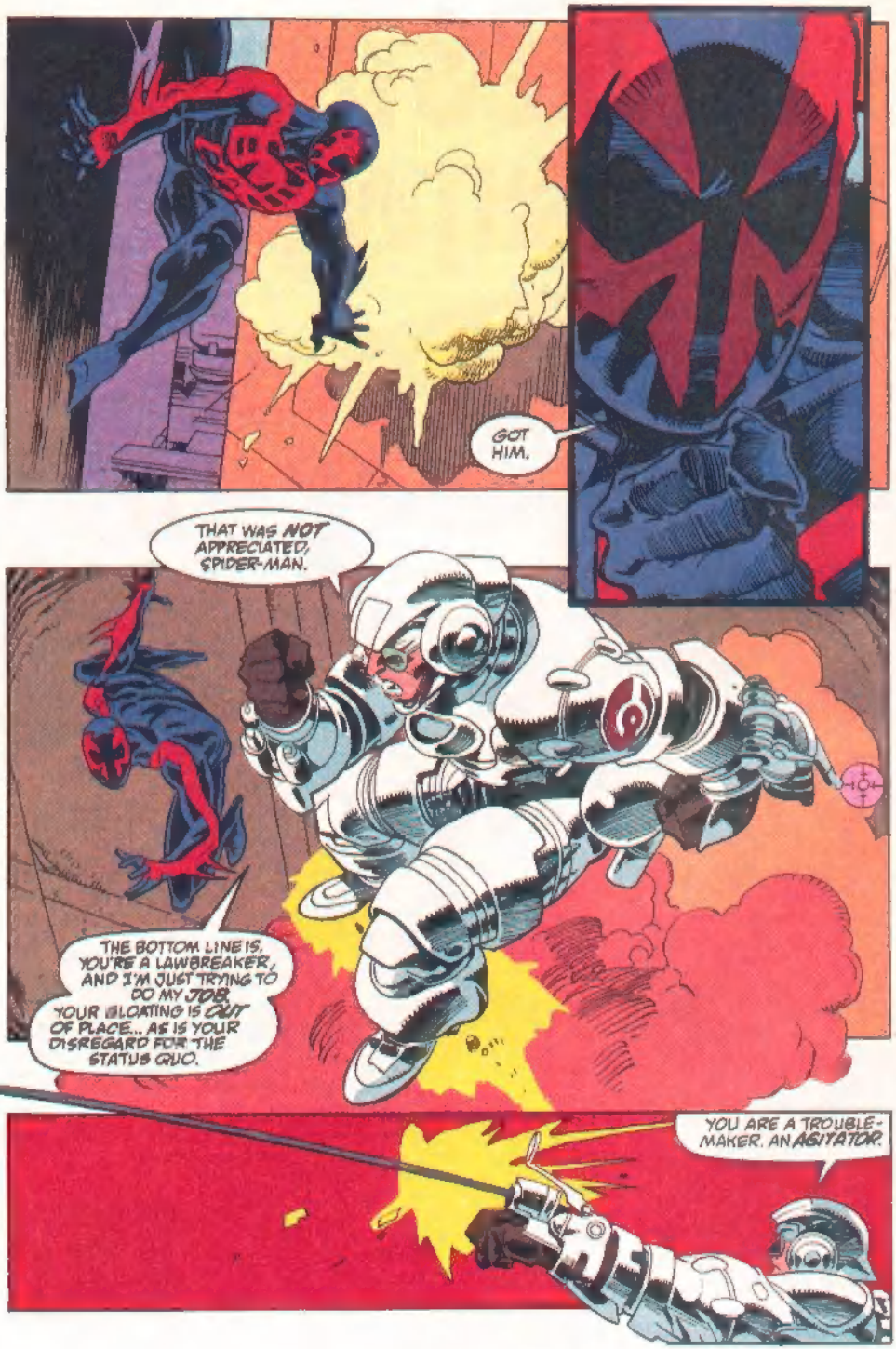
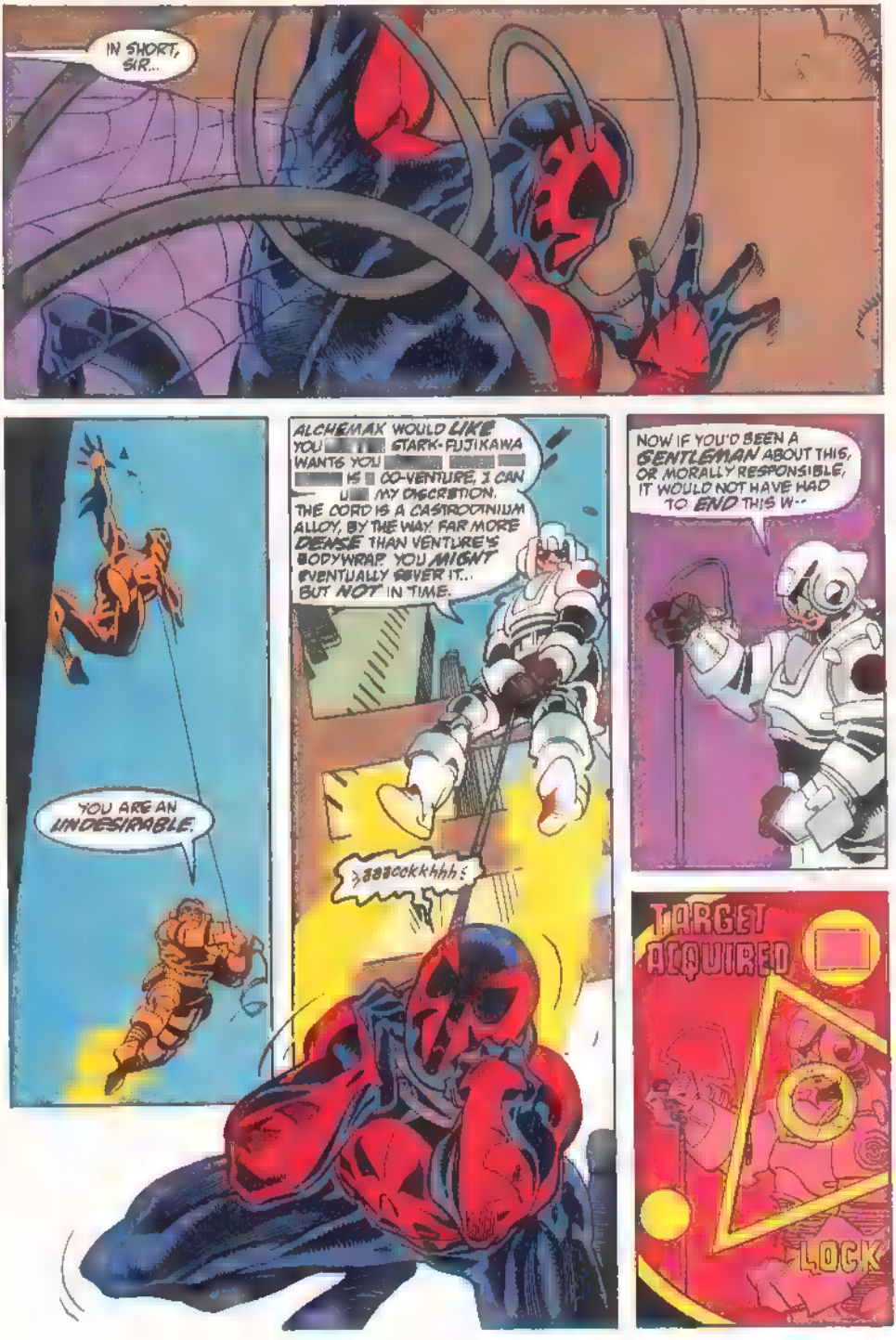

FASSHHH!
SPIDER-MAN! OVER HERE!
SURRENDER AND I WILL SIMPLY ARREST YOU, RATHER THAN DAMAGE YOU.
OH, MY. I WAS AFRAID OF THAT.
HERE I'M GIVING YOU AN OPPORTUNITY TO GIVE YOURSELF UP, AND YOU ATTACK!
IF MY UNIT HADN'T BEEN THROWING MY VOICE, YOU WOULD ACTUALLY HAVE STRUCK ME.
CRUMP!
NOW IS THAT GRATITUDE! I ASK YOU.


ZZZIMS
OH, NOW YOU'RE TRYING TO RUN AWAY. THIS MUST BE SO HUMILIATING FOR YOU.
DON'T TELL MY BOSSES, BUT IN MANY WAYS, I ADMIRE YOU.
I REALLY DO.
I DON'T KNOW WHICH IS WORSE... GIBBE'S ARMAMENT...
...OR HIS INCESSANT APOLOGIZING.
I'M AFRAID THAT DODGING WON'T HELP YOU, SPIDER-MAN.
THOSE MISSILES ARE LOCKED-IN AND TRACKING. YOU CAN'T ESCAPE THEM.

SYNTHIA
HEY, DANA! SORRY I'M LATE!
I'D JUST ABOUT GIVEN UP ON YOU.
THANKS FOR JOINING ME FOR LUNCH, GABRIEL.
THIS IS GOOD TIMING, ACTUALLY. AFTER THE BUSINESS WITH MOM, I...
I MEAN, SHOCK IT, DANA...YOU KNOW I ALWAYS LIKE TALKING TO YOU.
SURE I KNOW. WHY DO YOU THINK I SUGGESTED WE GET TOGETHER?
SO WHAT'S YOUR EXCUSE FOR RUNNING LATE THIS TIME?
I WAS SPENDING SOME TIME WITH KASEY...
KASEY?
KASEY NASH. MY GIRLFRIEND.
I'D LOVE TO MEET HER.
YEAH, WELL THAT'S NOT GONNA HAPPEN ANYTIME SOON. SHE DOESN'T COME UPTOWN THESE DAYS.
SHE'S IN BIG LEGAL TROUBLE... WITH ALCHEMAX HOLDING ALL THE CARDS, AS PER USUAL.
"AWWW. NO. I'M TIRED OF GOING TO HIM AND ASKING HIM TO SOLVE MY PROBLEMS.
MAYBE MIGUEL CAN...
"BESIDES, I FIGURE HE'S GOT ENOUGH PROBLEMS OF HIS OWN."

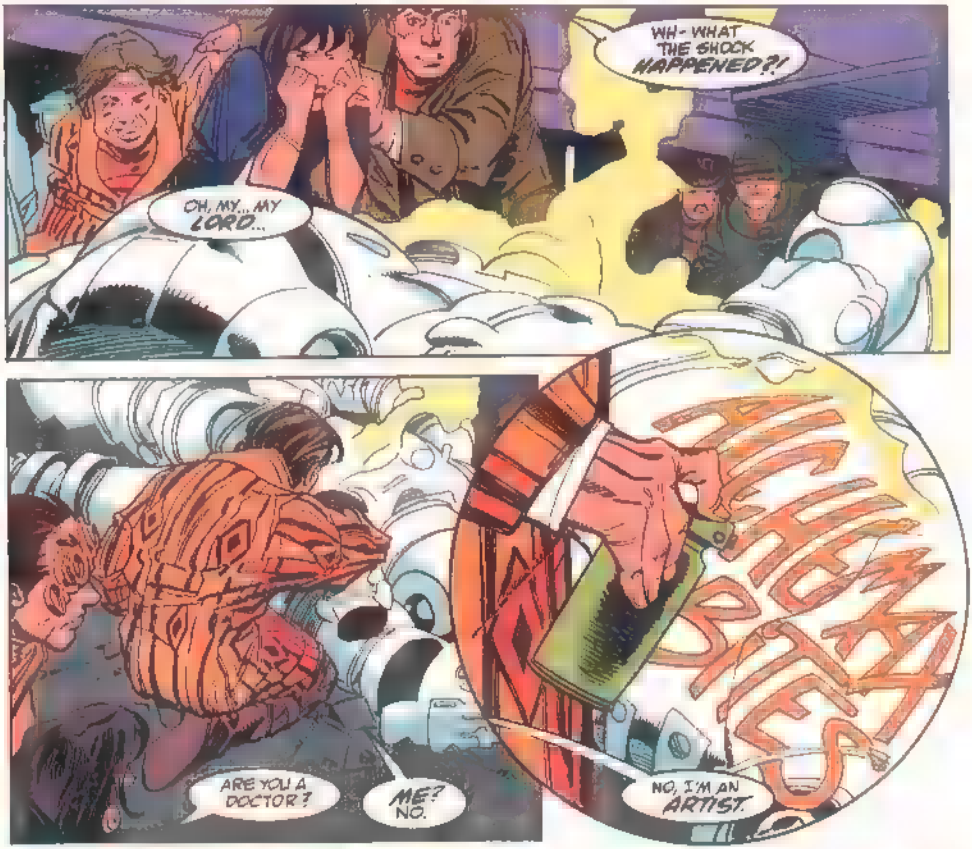
I SHOULD LET YOU KNOW, SPIDER-MAN, THAT YOUR CHANCES OF SURVIVAL ARE NOT PROMISING IF YOU FORGET IN THIS.
THAT'S NOT A THREAT. JUST AN OBSERVATION.
FWIZZ
CHOKE ON SOME MISSILES.
THAT'S NOT A THREAT. JUST A REQUEST.
BRAM!


GOT HIM.
THAT WAS NOT APPRECIATED, SPIDER-MAN.
THE BOTTOM LINE IS, YOU'RE A LAWBREAKER, AND I'M JUST TRYING TO DO MY JOB. YOUR BLOATING IS OUT OF PLACE... AS IS YOUR DISREGARD FOR THE STATUS QUO.
YOU ARE A TROUBLE-MAKER. AN AGITATOR.


IN SHORT, SIR...
YOU ARE AN UNDESIRABLE.
ALCHEMAX WOULD LIKE YOU [redacted] STARK-FUJIKAWA WANTS YOU [redacted] IS [redacted] CO-VENTURE, I CAN [redacted] MY DISCRETION. THE CORD IS A CASTROCINIUM ALLOY, BY THE WAY. FAR MORE DENSE THAN VENTURE'S BODYWRAP. YOU MIGHT EVENTUALLY SEVER IT... BUT NOT IN TIME.
ssscckkhhh;
NOW IF YOU'D BEEN A GENTLEMAN ABOUT THIS, OR MORALLY RESPONSIBLE, IT WOULD NOT HAVE HAD TO END THIS W--
TARGET ACQUIRED
LOCK

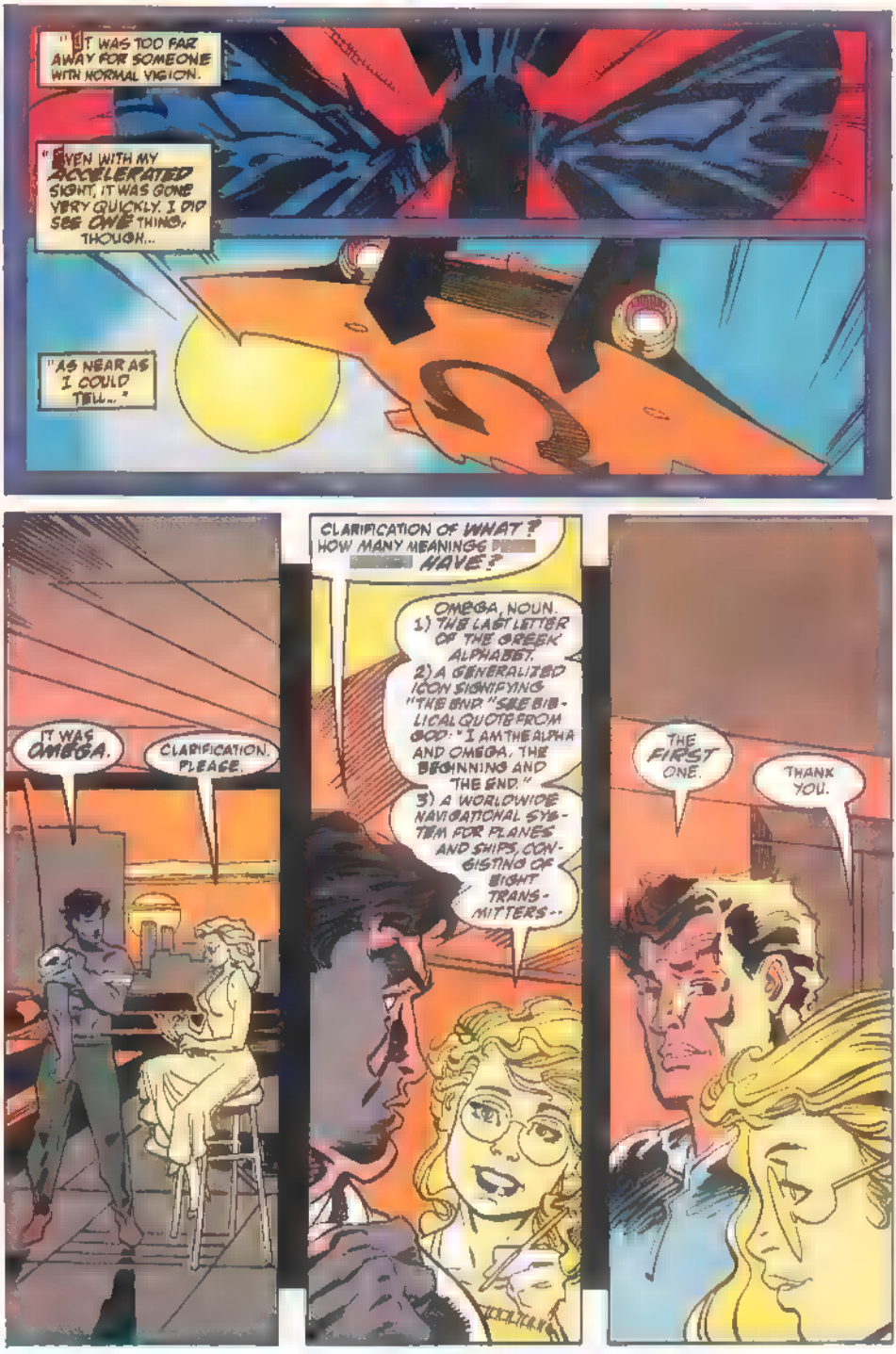
EEEEYAHHHHHH

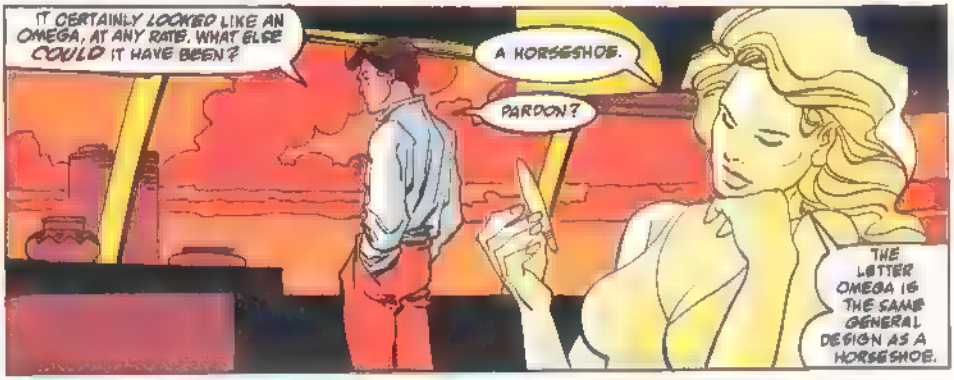
SO TELL ME MORE ABOUT THIS KASEY.
WHY IS SHE "THIS" KASEY? THAT SOUNDS SO...
HOLD IT. DID YOU HEAR SOMETH--
AW, SHOCK!!
KA-BLANG

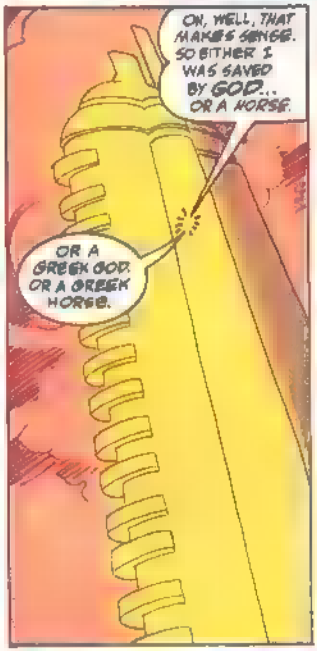

WH- WHAT THE SHOCK HAPPENED?!
OH, MY... MY LORD...
ARE YOU A DOCTOR?
ME? NO.
NO, I'M AN ARTIST.

ALMOST HAD THAT CORD CUT... BUT... MIGHT NOT HAVE MADE IT..
WHAT HAPPENED? WHO...?

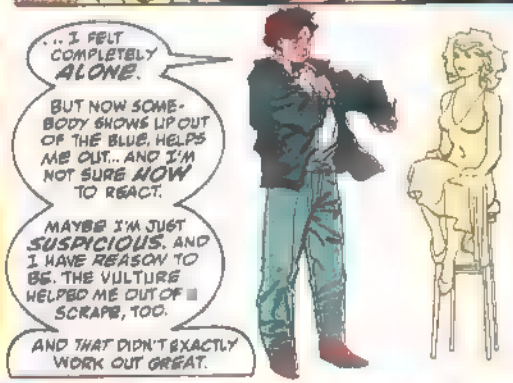
EH?

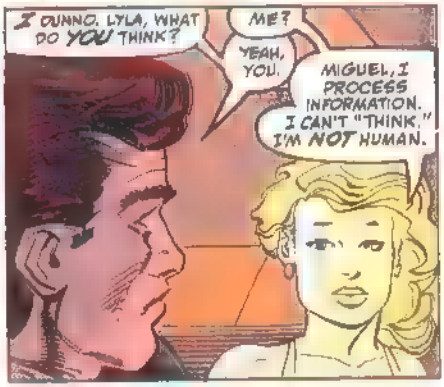

"IT WAS TOO FAR AWAY FOR SOMEONE WITH NORMAL VISION.
"EVEN WITH MY ACCELERATED SIGHT, IT WAS GONE VERY QUICKLY. I DID SEE ONE THING, THOUGH...
"AS NEAR AS I COULD TELL..."
IT WAS OMEGA.
CLARIFICATION, PLEASE.
CLARIFICATION OF WHAT? HOW MANY MEANINGS [redacted] HAVE?
OMEGA, NOUN. 1) THE LAST LETTER OF THE GREEK ALPHABET. 2) A GENERALIZED ICON SIGNIFYING "THE END." SEE BIBLICAL QUOTE FROM GOD: "I AM THE ALPHA AND OMEGA, THE BEGINNING AND THE END." 3) A WORLDWIDE NAVIGATIONAL SYSTEM FOR PLANES AND SHIPS, CONSISTING OF EIGHT TRANSMITTERS...
THE FIRST ONE.
THANK YOU.

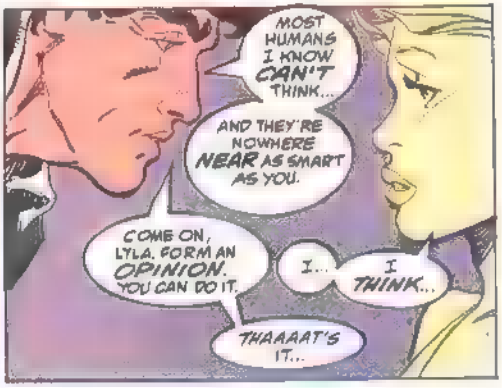

IT CERTAINLY LOOKED LIKE AN OMEGA, AT ANY RATE. WHAT ELSE COULD IT HAVE BEEN?
A HORSESHOE.
PARDON?
THE LETTER OMEGA IS THE SAME GENERAL DESIGN AS A HORSESHOE.

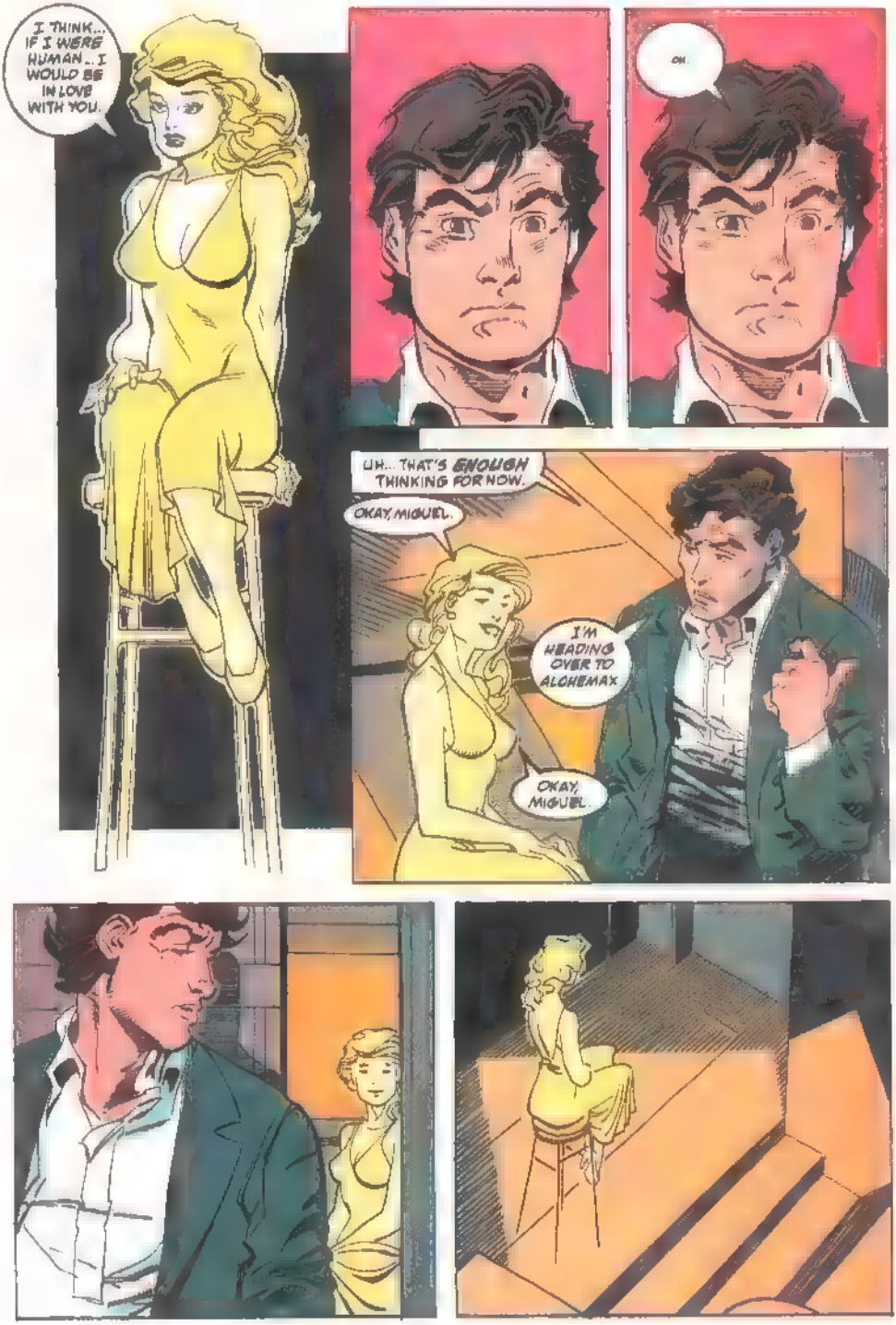

OH, WELL, THAT MAKES SENSE. SO EITHER I WAS SAVED BY GOD... OR A HORSE.
OR A GREEK GOD. OR A GREEK HORSE.

RIIIIIGHT.
IT'S STRANGE. WHEN I DECIDED TO UP THE [redacted] THIS SPIDER-MAN BUSINESS... WHEN I DECIDED TO TAKE [redacted] FIGHT TO ALCHEMAX...


...I FELT COMPLETELY ALONE.
BUT NOW SOMEBODY SHOWS UP OUT OF THE BLUE, HELPS ME OUT... AND I'M NOT SURE HOW TO REACT.
MAYBE I'M JUST SUSPICIOUS. AND I HAVE REASON TO BE. THE VULTURE HELPED ME OUT OF [redacted] SCRAPE, TOO.
AND THAT DIDN'T EXACTLY WORK OUT GREAT.


I DUNNO, LYLA, WHAT DO YOU THINK?
ME?
YEAH, YOU.
MIGUEL, I PROCESS INFORMATION. I CAN'T "THINK." I'M NOT HUMAN.

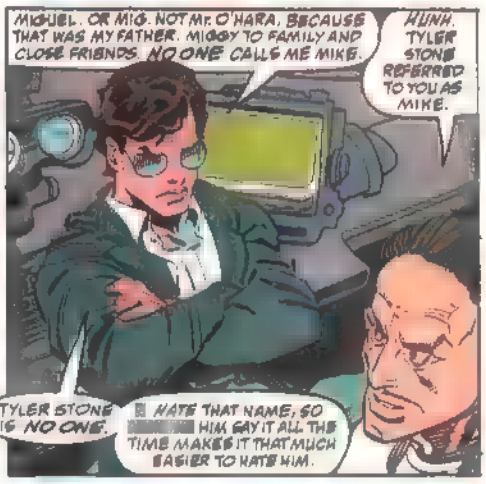

MOST HUMANS I KNOW CAN'T THINK...
AND THEY'RE NOWHERE NEAR AS SMART AS YOU.
COME ON, LYLA. FORM AN OPINION. YOU CAN DO IT.
I...
I THINK...
THAAAAT'S IT...


I THINK... IF I WERE HUMAN.. I WOULD BE IN LOVE WITH YOU.
OH.
UH... THAT'S ENOUGH THINKING FOR NOW.
OKAY, MIGUEL.
I'M HEADING OVER TO ALCHEMAX.
OKAY, MIGUEL.

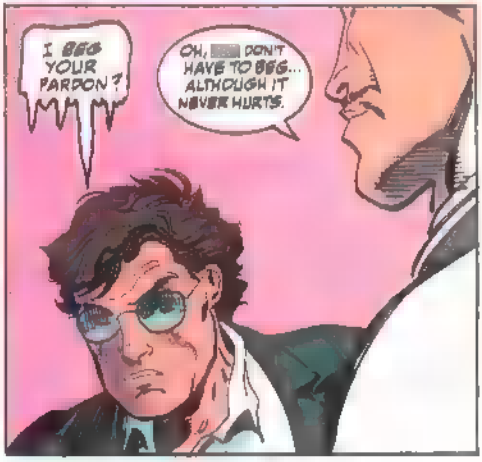
HEY! EXCUSE ME. WHAT DO YOU THINK YOU'RE DOING?
YOU! I SAID WHAT DO YOU THINK YOU'RE ..
Shhhh. QUIET!
HOW'S THAT AGAIN?
I'M SORRY, WAS "QUIET" TOO MANY SYLLABLES FOR YOU TO HANDLE?
I'M CHECKING OVER SOME FAIRLY COMPLEX WORK HERE. I HAD HOPED TO BE UNDISTURBED
REALLY? WERE YOU ALSO HOPING TO KEEP ALL OF YOUR TEETH?
NOW WHAT'S THAT SUPPOSED TO--
OH. IT'S YOU.
YES, IT'S GENERALLY ME. BEING SOMEONE ELSE MAKES IT DIFFICULT TO GET MAIL FORWARDED

DO YOU WANT TO KNOW WHO I AM?
YOU'RE THE [redacted] SITTING AT MY [redacted] WORK STATION. BEYOND THAT, I'M NOT REALLY [redacted]

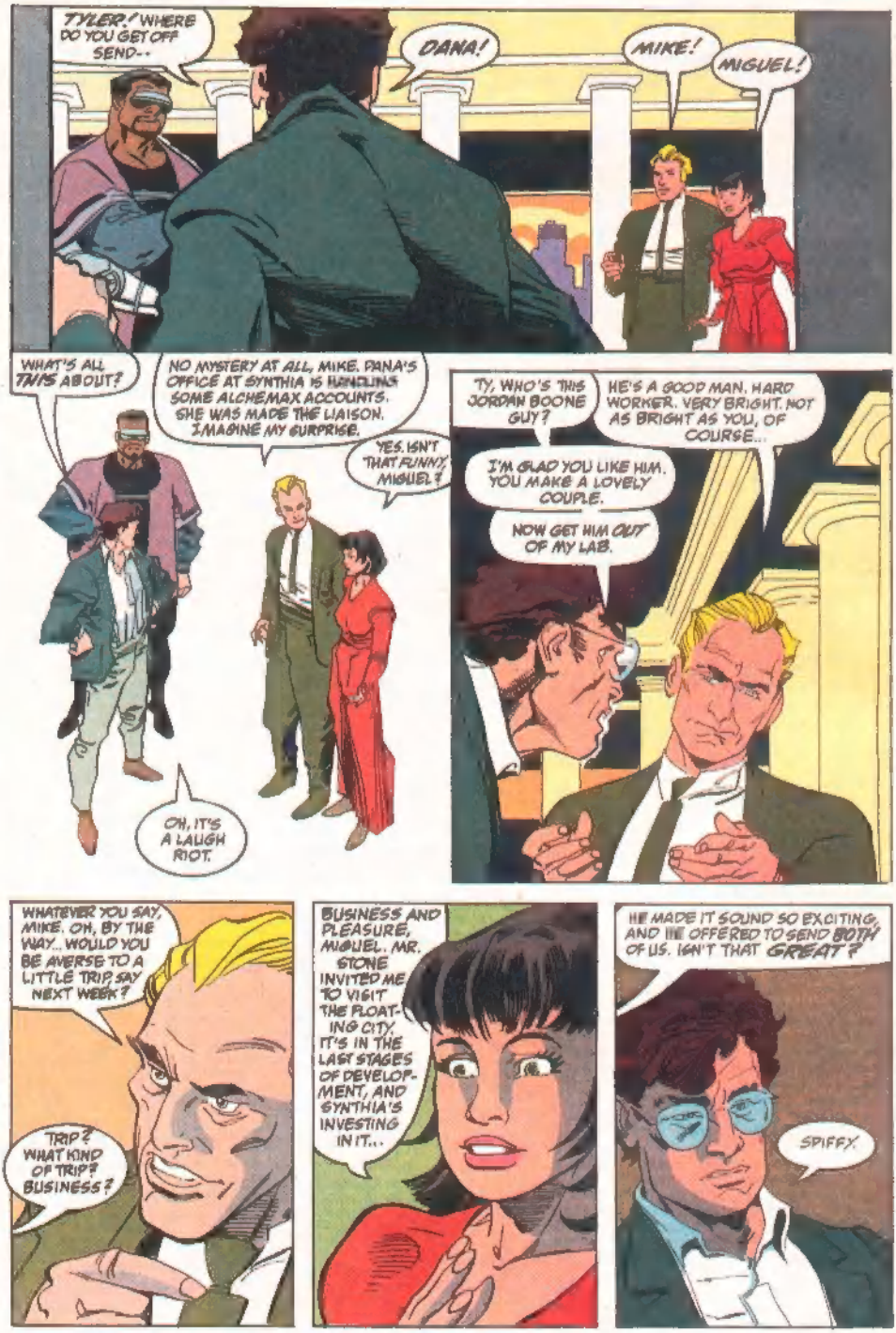
I'M JORDAN BOONE.
REALLY? NO KIDDING.
NEVER HEARD OF YOU.
I'M AN ADMIRER OF YOUR WORK, MIKE...


MIGUEL. OR MIG. NOT Mr. O'HARA, BECAUSE THAT WAS MY FATHER. MIGGY TO FAMILY AND CLOSE FRIENDS. NO ONE CALLS ME MIKE.
HUNH. TYLER STONE REFERRED TO YOU AS MIKE.
TYLER STONE IS NO ONE.
I HATE THAT NAME, SO [redacted] HIM SAY IT ALL THE TIME MAKES IT THAT MUCH EASIER TO HATE HIM.

OH.
WELL, AS I SAID, MIGUEL, I'M AN [redacted] OF YOUR WORK.
WHAT THERE IS OF IT, AT ANY RATE.


I BEG YOUR PARDON?
OH, [redacted] DON'T HAVE TO BEG... ALTHOUGH IT NEVER HURTS.

I WAS TRANSFERRED OVER HERE LAST MONTH FROM EUROMAX. MOSTLY, I'D BEEN [redacted] THE VIRTUAL UNREALITY DIVISION...
... BUT MY SECONDARY WORK WAS IN THE SORT OF GENETIC TINKERING THAT YOU'VE BEEN DOING.
SINCE YOUR HOURS HAVE BEEN SOMEWHAT ERRATIC AS OF LATE...
I WORK OUT OF MY HOME A LOT. IT HELPS NOT HAVING TO DEAL WITH BRAINLESS INTERRUPTIONS
YES, WELL... WHATEVER. AT ANY RATE...
...MR. GIONE THOUGHT IT WOULD BE USEFUL TO HAVE ME LOOK OVER YOUR WORK. OFFER WHATEVER HELP AND GUIDANCE I COULD. HELP POINT YOU IN THE RIGHT DIRECTION IF YOU GOT STUCK.
HOW HELPFUL OF MR. GIONE.
I MUST THANK HIM PERSONALLY.


TYLER! WHERE DO YOU GET OFF SEND--
DANA!
MIKE!
MIGUEL!
WHAT'S ALL THIS ABOUT?
NO MYSTERY AT ALL, MIKE. DANA'S OFFICE AT SYNTHIA IS HANDLING SOME ALCHEMAX ACCOUNTS. SHE WAS MADE THE LIAISON. IMAGINE MY SURPRISE.
YES. ISN'T THAT FUNNY, MIGUEL?
OH, IT'S A LAUGH RIOT.
TY, WHO'S THIS JORDAN BOONE GUY?
HE'S A GOOD MAN. HARD WORKER. VERY BRIGHT. NOT AS BRIGHT AS YOU, OF COURSE...
I'M GLAD YOU LIKE HIM. YOU MAKE A LOVELY COUPLE.
NOW GET HIM OUT OF MY LAB.
WHATEVER YOU SAY, MIKE. OH, BY THE WAY... WOULD YOU BE AVERSE TO A LITTLE TRIP SAY NEXT WEEK?
TRIP? WHAT KIND OF TRIP? BUSINESS?
BUSINESS AND PLEASURE, MIGUEL. MR. STONE INVITED ME TO VISIT THE FLOATING CITY. IT'S IN THE LAST STAGES OF DEVELOPMENT, AND SYNTHIA'S INVESTING IN IT...
HE MADE IT SOUND SO EXCITING, AND HE OFFERED TO SEND BOTH OF US. ISN'T THAT GREAT?
SPIFFY.

MIGUEL, YOU SEEM UPSET.
I'M NOT UPSET.
YES YOU ARE. YOUR NOSTRILS FLARE WHENEVER YOU GET THIS WAY.
IT JUST CAUGHT ME BY SURPRISE, THAT'S ALL. I WASN'T EXPECTING TO SEE YOU WALTZ OUT OF TYLER STONE'S OFFICE.
DO YOU HAVE A PROBLEM WITH IT? I MEAN, IF YOU WANT ME TO DROP THE ACCOUNT, TELL ME.
DROP THE ACCOUNT.
NO!!
YOU SAID I SHOULD TELL YOU IF I WANT YOU TO.
YEAH, I KNOW, BUT I DIDN'T PROMISE I'D DO IT.
LOOK, YOU KNOW WHAT KIND OF MAN STONE IS. YOU KNOW WHAT HE DID TO ME, WHAT HE'S CAPABLE OF. SO I'M WORRIED ABOUT YOU. BUT IF YOU THINK YOU CAN HANDLE HIM, THEN...
WHAT'S WRONG?
YOU... YOU'VE GOT RINGS AROUND...
HAAAAAAAAAA-HA-HA--
GREAT. MY FIANCÉE HAS LOST HER MIND.
WELL, AT LEAST JORDAN BOONE'S NOT IN MY FACE.

SOON, ALCHEMAX, IT WILL BE NIGHT... THE TIME WHEN I AM AT MY STRONGEST.
AND WHEN THAT HAPPENS, THEN AT LONG LAST...
...YOU WILL HAVE THE HADES ON EARTH THAT YOU SO RICHLY DESERVE.
NEXT: THANATOS

ARACHNOPHILIA

JOEY CAVALIERI
EDITOR

MATTHEW MORRA
ASSISTANT EDITOR

c/o MARVEL COMICS GROUP
387 PARK AVENUE SOUTH
NEW YORK, NEW YORK 10016

ATTENTION CORRESPONDENTS: ALL LETTERS TO BE CONSIDERED FOR PUBLICATION MUST INCLUDE YOUR NAME AND ADDRESS THOUGH WE WILL WITHHOLD THAT INFO BY REQUEST

OUT OF MY HEAD

Basements and mechanics' garages, attics and sawdust-covered workshops, artists' lofts and ham shacks, that's where I enjoy spending time best. Places filled with the scent of exotic chemicals, the sparks from strange electrical tools, the hum of grotesque machinery. Within their walls, no idea is laughed at as too outlandish. Taking that next step beyond the ordinary is encouraged. It's the freedom of a laboratory used for pure research, instead of for devising a new scent for a deodorant spray. It's work transformed into play: "Let's try this and see what happens!"

I was *going* to say that 2099 UNLIMITED plays the role of that lab for me. A lot of the off-the-wall stuff we've been planning will surface first there...

But then Tom D. asked us to add a *seventh book* to the 2099 line...starring a solo character.

Beware. It will not feature anyone you would normally *expect*.

Dear Marvel,

"When life will defies fear, when duty throws the gauntlet down to foe, when honor scorns to compromise with death--this is heroism." -- Robert G. Ingersoll, May 1882.

These words will give life to the character of Miguel O'Hara as he is forced to fight to save himself in the world of 2099, his mutation into the new Spider-Man costing him much of his personal freedom, even as it makes him develop his outlook on the world better. There is no greater thing to make a man into a real hero than a fight for his freedom.

Like his predecessor, his powers came by accident. Through the turmoil of fate, the adventures he'll have will mold and shape him like the purest clay, eventually making him a worthy successor--the inner triumph of courage that Peter Parker had once learned.

As such, what became of him? Did the people eventually find out who Spider-Man was? Did he become lost in history, or did he evolve into the symbol of courage and strength the people of the early 21st century had need of? Did he die leading a great battle? Did he become a martyr, leaving a belief to always accept responsibility and fight for freedom against those that would condemn you merely because you're different?

If so, where is his grave? It would seem beneficial for Miguel to go to visit it, swearing to continue fighting for those same beliefs. It would make a stronger statement in the series, rather than have the original appear through whatever means. It would also be a mistake to give in to the ridiculous idea of bringing old villains of the original back in new incarnations. This is ground for new and explosive concepts in comic storytelling. To retreat from telling stories like those would show stagnation and lack of creativity, something I do not feel Marvel creators need to resort to. In fact, I believe that for every one "reincarnation" of an old character to 2099, there should be at least three or four completely new and original series, much like RAVAGE.

As for SPIDER-MAN 2099, it's the best of the crop so far. The origin was spectacular. All the supporting characters work well. The technology isn't too far-fetched, but keep things that "normal" people use everyday at a certain level, such as flying cars. I'm glad to see the developments of Miguel's powers being paralleling those of real spiders, like the talons.

Real spiders do not really suction themselves to things, as believed, but rather they use very tiny claws on their feet to grip a surface. This aspect is what makes this character work. The spinnerettes on his arms are great, too, but unintentional pressure on the arm will make the webbing come out, like in #1. Such a thing might hinder, or help, in a conflict. It's possible Miguel might want to examine how various spiders make their webs for different tasks. His ability to see clearly in darkness is good, too. Also, praise for the precision design for Vulture's new gauntlets in #7. Due to his unique mutation, I think Miguel is more powerful and faster than Peter was, as well.

Mark Daniels
612 Arlington Ave.
Cincinnati, OH 45215

We're sticking to new villains for the time being...as this and next issue will show, Mark!

Dear Arachnophiles,

Re: issue #3.

Congratulations on a fine comic book. After almost a full year now, you guys have shown that the creativity, artistry, and glamour that these books started will continue to be the norm. My highest compliments go to Peter David. I have read a lot of your work before, and stories involving the future are your forte. Also, Rick Leonardi is doing an excellent job on the artwork. Keep it up; you guys make a great team!

As for the letters you guys have been getting: All I see is "Can changing someone's DNA structure create this version of Spider-Man?" So how come no one wonders why getting bit by a radioactive spider gives the present-day Spider-Man his powers? Strange things happen, that's why there's a comic about him! Now let's all sit back, accept the assumption of the story, and let everyone at Marvel spin the web of destiny for our future web-slinger. It's more fun that way, and you guys are better at it than us!

Until I see that Doom is really Aunt May, Make Mine Marvel!

Matthew Jacobsmeyer
223 A Thille Hall
Davis, CA 95616

Yeah, but you gotta admit it's fun to speculate, Matthew, if only because those "what ifs" and "how comes" become the basis of so many of our stories!

Dear *Arachnophilia*,

I just finished reading SPIDER-MAN 2099 #9, and am once again delighted. The storylines move smoothly and the dialogue is easy to follow, plus there is plenty of action to go with it. Spider-Man's an interesting character and gets better with every issue.

Suggestion: in SPIDEY 2099 #4, Doom said, "The advent of Spider-Man will bear further exploration...as soon as I have the opportunity and resources." Obviously these two people will meet. But my question is...how? A simple argument, a two-part battle, or maybe a cup of tea in Latveria? Just curious.

Finally, it's also obvious that Miguel O'Hara is confused about his new *mutant* (can you see where I'm going with this?) powers. He seeks guidance and understanding. He wants to know how he can incorporate these powers into his life, and what good he can do with them. He needs a new friend, a counselor, a teacher. Why not enlist him in the X-MEN 2099?

Until Superman decides to stay dead, Make Mine Marvel!

Robert Andrews
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MORE OF MARVEL 2099

RAVAGE 2099 #10 *Pat, Tony and Grant unveil the remarkable new Ravage in "Rebirth of the Beast!"*

DOOM 2099 #8 *Through the ethernet, Doom finally gets control of the whole world...but loses his mind!*

THE PUNISHER 2099 #17 *Jake's losing his mind, too, but at least he's got Kerry Dowenn to help him find it, in "Love and Bullets Part 1 of 3: Confessions!"*

NEXT ISSUE

A veritable Pandora's Box of problems gets smashed open when both Spidey and Thanatos encounter...the Prophet!